

DELL INC
Form 4
March 07, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
PARRA ROSENDO G

(Last) (First) (Middle)

ONE DELL WAY

(Street)

ROUND ROCK, TX 78682

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DELL INC [DELL]

3. Date of Earliest Transaction (Month/Day/Year)
03/03/2005

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/07/2005		M		48,332	A	\$ 30.43	48,332	I	Family L.P.
Common Stock	03/07/2005		M		40,000	A	\$ 22.9375	88,332	I	Family L.P.
Common Stock	03/07/2005		M		40,000	A	\$ 22.1	128,332	I	Family L.P.
Common Stock	03/07/2005		M		30,000	A	\$ 26.185	158,332	I	Family L.P.
Common Stock	03/07/2005		S		22,000	D	\$ 40.63	136,332	I	Family L.P.

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Common Stock	03/07/2005	S	20,000	D	\$ 40.65	116,332	I	Family L.P.
Common Stock	03/07/2005	S	16,000	D	\$ 40.66	100,332	I	Family L.P.
Common Stock	03/07/2005	S	10,000	D	\$ 40.67	90,332	I	Family L.P.
Common Stock	03/07/2005	S	55,000	D	\$ 40.73	35,332	I	Family L.P.
Common Stock	03/07/2005	S	35,332	D	\$ 40.77	0	I	Family L.P.
Common Stock						195,105	D	
Common Stock						18,115	I	401(k) Plan
Common Stock						15,000	I	Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	
Nonqualified Stock Options	\$ 30.43	03/07/2005		M		48,332	<u>(1)</u>	03/26/2009	Common Stock
Nonqualified Stock Options	\$ 22.9375	03/07/2005		M		40,000		02/12/2006 02/12/2011	Common Stock
Nonqualified Stock Options	\$ 22.1	03/07/2005		M		40,000	<u>(2)</u>	09/06/2011	Common Stock
Nonqualified Stock	\$ 26.185	03/07/2005		M		30,000	<u>(3)</u>	03/06/2013	Common Stock

Options

Nonqualified

Stock	\$ 40.17	03/03/2005	A	200,000	(4)	03/03/2015	Common Stock
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PARRA ROSENDO G ONE DELL WAY ROUND ROCK, TX 78682			Senior Vice President	

Signatures

/s/ Thomas H. Welch, Jr. Attorney-in-Fact	03/07/2005
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**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Currently exercisable
- (2) Exercisable as follows: 40,000 shares on 9/6 of 2005 and 2006.
- (3) Exercisable as follows: 30,000 shares on 3/6 of 2006-2008.
- (4) Exercisable as follows: 40,000 shares on 3/3 of 2006-2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.